

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
 Aug 04 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
 Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P97000021400 (1)
 1. Corporation Name

AMERICA FINANCIAL INDUSTRIES, INC.



Principal Place of Business
 217 LAPASADA CIRLCE
 PONTE VEDRA BEACH FL 32082

Mailing Address
 P.O. BOX 16952
 JACKSONVILLE FL 32245-6952

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 217 Lapasada Circle

22 City & State

27 City & State
 Ponte Vedra Beach, FL

24 Zip

25 Country

29 32082

30 Country

St. Johns

3. Date Incorporated or Qualified

03/03/1997

4. FEI Number

59-3436643

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.

Yes

No

9. Name and Address of Current Registered Agent

FREEMAN, LEONARD T JR.
 217 LAPASADA CIRLCE
 PONTE VEDRA BEACH FL 32082

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85

Zip Code

11. Pursuant to the provisions of sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

7-16-98

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE
 NAME FREEMAN, LEONARD T JR.
 STREET ADDRESS 217 LAPASADA CIRLCE
 CITY-ST-ZIP PONTE VEDRA BEACH FL 32082

1.1 TITLE
 1.2 NAME
 1.3 STREET ADDRESS
 1.4 CITY-ST-ZIP

TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

2.1 TITLE
 2.2 NAME
 2.3 STREET ADDRESS
 2.4 CITY-ST-ZIP

TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

3.1 TITLE
 3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

4.1 TITLE
 4.2 NAME
 4.3 STREET ADDRESS
 4.4 CITY-ST-ZIP

TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

5.1 TITLE
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

6.1 TITLE
 6.2 NAME
 6.3 STREET ADDRESS
 6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE

[Signature]

7-16-98

9049579220

CR2E034 (5/98)

AMERICA FINANCIAL INDUSTRIES, INC.
217 Lapasada Circle
Ponte Vedra Beach, FL 32082
(904) 757-9220

July 16, 1998

Florida Department of State
Division of Corporations
Annual Reports Filing
P. O. Box 1500
Tallahassee, FL 32302-1500

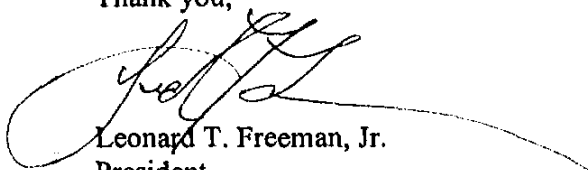
RE: Doc. #: P97000021400(1)

Dear FDOS:

Please accept the enclosed check for \$150.00 in payment of my corporation annual report fees. Even though the fee is now late, I am requesting an exception to the rules due to extenuating circumstances.

I am a new corporation which began 3/3/97. I was unaware of the filing requirements and the person who helped me to become incorporated didn't inform me of this responsibility. The mailing address of the corporation was indicated as my accountant's address and with tax season going on she failed to forward the report to me in a timely manner. This was not intentional, only a matter of an unfortunate oversight. Now that I am aware of the procedures and penalties I will not let this happen again. In fact I would like to request a change of mailing address for the corporation so the bill comes directly to me next time. Please abate the penalties involved for my corporation.

Thank you,



Leonard T. Freeman, Jr.
President